

Morgan Lewis

Morgan, Lewis & Bockius LLP

101 Park Avenue
New York, NY 10178-0060
① +1.212.309.6000
② +1.212.309.6001
Fed Tax ID: 23-0891050
www.morganlewis.com

June 7, 2017

Invoice No. 3723534
Account No. 18132-10709602

Kevin Kovacs
Chief Executive Officer
hhgregg Inc
4151 East 96th Street
Indianapolis, IN 46201

Summary of Services for the period ended May 31, 2017:**Re: hhgregg Inc**

Fees	\$	231,850.00
Disbursements and Other Related Charges		(336.83)
Total Current Period Charges	\$	231,513.17

Please refer to the table titled "**Detail of Outstanding Invoices**" which lists all other outstanding invoices for the matters referenced on this invoice.

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Matter Summary for the period ended May 31, 2017:

Re: Case Administration
Matter No. 107096-0098

Fees	\$	1,620.00	
Disbursements		(336.83)	
Total			\$ 1,283.17

Re: Cash Collateral & Financing
Matter No. 107096-0099

Fees	\$	1,328.00	
Total			\$ 1,328.00

Re: Committee Investigation
Matter No. 107096-0101

Fees	\$	1,970.00	
Total			\$ 1,970.00

Re: Creditor Communications
Matter No. 107096-0102

Fees	\$	1,077.00	
Total			\$ 1,077.00

Re: Employee Matters
Matter No. 107096-0103

Fees	\$	40,106.50	
Total			\$ 40,106.50

Re: General Corporate/Bankruptcy
Matter No. 107096-0104

Fees	\$	12,037.00	
Total			\$ 12,037.00

Re: Fee Application/Morgan Lewis
Matter No. 107096-0105

Fees	\$	2,903.00	
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	Total		\$	2,903.00
Re:	Fee Application/Other Professionals <i>Matter No. 107096-0106</i>			
	Fees	\$	613.00	
	Total		\$	613.00
Re:	Hearings/Litigation <i>Matter No. 107096-0107</i>			
	Fees	\$	1,679.00	
	Total		\$	1,679.00
Re:	Real Estate (Contracts & Leases) <i>Matter No. 107096-0110</i>			
	Fees	\$	107,525.50	
	Total		\$	107,525.50
Re:	Retention Application (Morgan Lewis) <i>Matter No. 107096-0111</i>			
	Fees	\$	8,699.00	
	Total		\$	8,699.00
Re:	Sale of Assets <i>Matter No. 107096-0112</i>			
	Fees	\$	12,608.00	
	Total		\$	12,608.00
Re:	Vendors <i>Matter No. 107096-0115</i>			
	Fees	\$	39,684.00	
	Total		\$	39,684.00
Totals for All Matters				
Total Fees				\$ 231,850.00
Total Disbursements				(336.83)
Total Current Period Charges				\$ 231,513.17

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Invoice No. 3723534
Account No. 18132-10709602

REMITTANCE COPY

June 7, 2017

Kevin Kovacs
Chief Executive Officer
hhgregg Inc
4151 East 96th Street
Indianapolis, IN 46201

Re: hhgregg Inc

Fees	\$	231,850.00
Disbursements and Other Related Charges		(336.83)
Total Current Period Charges	\$	231,513.17

Please reference account number or invoice number(s) on your remittance.

Please send your remittance to:
Morgan, Lewis & Bockius LLP
Counselors at Law
P. O. Box 8500 S-6050
Philadelphia, PA 19178-6050
Federal Tax ID 23-0891050

Or please wire your remittance
to:
Wells Fargo Bank, N.A.
ABA# 121000248
Morgan, Lewis & Bockius LLP
Acct# 2100010985563
Swift Code: WFBUIUS6S

For ACH transfers:
ABA# 031000503
Acct# 2100010985563
Reference account number

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Detail of Outstanding Invoices

The following table shows all other outstanding invoices for the matters being billed on this invoice.

Invoice Date	Invoice Number	Invoice Amount	Payments/ Credits	Days Outstanding	Balance Due
04/17/17	3688930	500,063.44	.00	51	500,063.44
05/10/17	3703176	295,759.96	.00	28	295,759.96
Total of Outstanding Invoices					\$795,823.40

Please reference account number or invoice number(s) on your remittance.

Please send your remittance to:
Morgan, Lewis & Bockius LLP
Counselors at Law
P. O. Box 8500 S-6050
Philadelphia, PA 19178-6050
Federal Tax ID 23-0891050

Or please wire your remittance
to:
Wells Fargo Bank, N.A.
ABA# 121000248
Morgan, Lewis & Bockius LLP
Acct# 2100010985563
Swift Code: WFBUS6S

For ACH transfers:
ABA# 031000503
Acct# 2100010985563
Reference account number

Morgan Lewis

June 7, 2017
Page 1

Invoice No. 3723534
Account No. 107096-0098
Case Administration

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/1/17	Mauceri, R. J.	Correspondence J. Hokanson regarding open items.	0.20
5/2/17	Mauceri, R. J.	Telephone conference with S. Fowler, J. Hokanson regarding task list.	0.40
5/4/17	Herman, N. E.	Emails with GC regarding alarm system strategies.	0.20
5/8/17	Herman, N. E.	Reviewed proposal to pay "President's Club" sales bonuses and sent response (.5); reviewed ASK preference engagement letter and sent comments (.5).	1.00
Matter Total			1.80

Morgan Lewis

June 7, 2017
Page 2

Invoice No. 3723534
Account No. 107096-0098
Case Administration

Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	1.20	1,182.00	985.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	0.60	438.00	730.00
Total	1.80	\$1,620.00	

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Invoice No. 3723534
Account No. 107096-0098
Case Administration

Disbursements and Other Related Charges Incurred on Your Behalf

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Amount</i>
03/22/17	Herman, N. E.	CREDIT: Air Air/Rail	(349.94)
04/11/17	Herman, N. E.	CREDIT: Air Air/Rail	(499.49)
04/25/17	Herman, N. E.	Hotel Hotel - Hearing in Indianapolis Hotel Apr 25, 2017 - Neil E. Herman	303.03
04/26/17	Herman, N. E.	Taxi from: LAG; live DL to: WE; LARCHMONT (Voucher # 5062437)	126.41
05/01/17	Lindsay, K.	WestLaw	83.16
Total Disbursements			(\$336.83)

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June 7, 2017
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Invoice No. 3723534
Account No. 107096-0098
Case Administration

Summary of Disbursements and Other Related Charges Incurred on Your Behalf

<i>Description</i>	<i>Amount</i>
Local Travel	126.41
Out Of Town Travel	(546.40)
Computer Legal Research	83.16
Total	(\$336.83)

Morgan Lewis

June 7, 2017
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Invoice No. 3723534
Account No. 107096-0099
Cash Collateral & Financing

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/1/17	Ziegler, M. C.	Correspondence w/ N. Herman, J. Hokanson in preparation for DIP hearing.	0.30
5/2/17	Melendi, C. E.	Review regarding KEIP/KERP approvals.	0.50
5/3/17	Melendi, C. E.	Call with C. Herschoff regarding wind-down and executives role.	0.30
5/5/17	Melendi, C. E.	Calls with Board regarding KEIP/KERP arrangement.	0.50
Matter Total			1.60

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June 7, 2017
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Invoice No. 3723534
Account No. 107096-0099
Cash Collateral & Financing

Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Melendi, C. E.	1.30	1,137.50	875.00
<i>ASSOCIATE</i>			
Ziegler, M. C.	0.30	190.50	635.00
Total	1.60	\$1,328.00	

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June 7, 2017
Page 7

Invoice No. 3723534
Account No. 107096-0101
Committee Investigation

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/25/17	Herman, N. E.	Participated in Committee's interview of CEO (Robert Riesbeck) of hhgregg regarding avoidance actions and related issues.	2.00
Matter Total			2.00

Morgan Lewis

June 7, 2017
Page 8

Invoice No. 3723534
Account No. 107096-0101
Committee Investigation

Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	2.00	1,970.00	985.00
Total	2.00	\$1,970.00	

Morgan Lewis

June 7, 2017
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Invoice No. 3723534
Account No. 107096-0102
Creditor Communications

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/1/17	Mauceri, R. J.	Telephone conference with gift card holder.	0.20
5/8/17	Mauceri, R. J.	Email K. Lindsay regarding customer query.	0.10
5/10/17	Lindsay, K.	Email and telephone correspondence with landlords and creditors regarding proofs of claim and related topics.	1.20
Matter Total			1.50

Morgan Lewis

June 7, 2017
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Invoice No. 3723534
Account No. 107096-0102
Creditor Communications

Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>OF COUNSEL</i>			
Mauceri, R. J.	0.30	219.00	730.00
<i>ASSOCIATE</i>			
Lindsay, K.	1.20	858.00	715.00
Total	1.50	\$1,077.00	

Morgan Lewis

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Invoice No. 3723534
Account No. 107096-0103
Employee Matters

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/1/17	Herman, N. E.	Revised motion to approve a KEIP (.9).	0.90
5/1/17	Ziegler, M. C.	Work on KEIP motion (0.9); correspondence w/ BRG and N. Herman re: same (0.3).	1.20
5/2/17	Ziegler, M. C.	Prep for (0.1) and attend (0.3) call w/ R. Morando re: evolution of KEIP and KERP metrics; review BRG presentation materials relevant to same and prepare questions for management (0.3).	0.70
5/3/17	Ziegler, M. C.	Review client and BRG comments to KERP motion (0.2).	0.20
5/4/17	Herman, N. E.	Many emails with R. Duffy and R. Murando of BRG, M. Ziegler and C. Melendi of MLB and client regarding changes to KERP and KEIP and need for Board approvals and to run by Committee and lenders (2.0); reviewed employee letter regarding PTO and discussed with R. Duffy at BRG and client on how to treat such claims (.5).	2.50
5/4/17	Melendi, C. E.	Call with BRG regarding KEIP/KERP (.4); calls with client regarding terms of KEIP/KERP and 8-K filing (.5); emails regarding same (.3).	1.20
5/4/17	Ziegler, M. C.	Prepare for (1.1) and attend (1.0) call w/ management and BRG re: KEIP and KERP declarations; discuss same w/ J. Hokanson (0.1) and C. Melendi (0.2); f/u correspondence w/ BRG (0.6) and N. Herman (0.2) re: same; work on KEIP/KERP motions and declarations (2.4).	5.60
5/5/17	Ziegler, M. C.	Correspondence w/ BRG re: KERP/KEIP metrics (0.8); continued work on KERP/KEIP motions and declaration (4.0).	4.80
5/7/17	Herman, N. E.	Reviewed changes to KERP and KEIP and sent comments.	1.00
5/8/17	Herman, N. E.	Reviewed revised KERP and KEIP motions.	0.80
5/8/17	Ziegler, M. C.	Review KEIP and KERP comparison materials compiled by BRG (0.3); correspondence w/ BRG re: same (0.2); revise KEIP and KERP motions (2.1).	2.60
5/10/17	Herman, N. E.	Reviewed BRG's revised KEIP and KERP slides and sent comments.	0.80
5/11/17	Ziegler, M. C.	Attend call w/ lenders' counsel re: KERP and KEIP (partial attendance for relevant portion of call) (0.5); discuss same w/ C. Melendi (0.1).	0.60
5/15/17	Mauceri, R. J.	Review employee motion and order and email memo K. Kovacs regarding employee incentive plan.	0.60
5/15/17	Ziegler, M. C.	Research and draft Duffy Declaration in support of KERP and KEIP.	2.40
5/16/17	Herman, N. E.	Reviewed DIP lender objections to KEIP/KERP (.3); and then discussed with client and BRG (.6).	0.90
5/18/17	Herman, N. E.	Reviewed emails and proposals regarding revisions to KEIP/KERP (.8); and participated in telephone conference with hh and BRG on same (.7).	1.50
5/19/17	Herman, N. E.	Emails with BRG and M. Ziegler of MLB regarding revised KEIP and KERP plans and motion and declaration (.4); revised same (.7); discussed board approval with C. Melendi (.5).	1.60
5/19/17	Melendi, C. E.	Respond to inquiries on KEIP/KERP plan.	0.20

Morgan Lewis

June 7, 2017
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Invoice No. 3723534
Account No. 107096-0103
Employee Matters

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/19/17	Ziegler, M. C.	Correspond w/ Debtor professionals re: changes to KEIP and KERP metrics.	0.20
5/20/17	Ziegler, M. C.	Correspondence w/ BRG re: KEIP and KERP metrics and filings.	0.30
5/21/17	Ziegler, M. C.	Continue drafting and revising Duffy declaration in support of KERP.	2.40
5/22/17	Herman, N. E.	Revise KEIP and KERP motions.	1.90
5/22/17	Ziegler, M. C.	Correspondence w/ BRG re: KERP and KEIP.	0.40
5/23/17	Herman, N. E.	Revised motion to seal KEIP, revised KEIP, KERP papers (1.6); discussed with J. Hokanson at Ice and M. Ziegler at MLB (.4).	2.00
5/23/17	Cordiano, B. J.	Review Declaration in support of KEIP Motion (0.3); email correspondence with M. Ziegler and BRG regarding same (0.2).	0.50
5/23/17	Mauceri, R. J.	Attention to correspondence regarding KERP/KEIP motions.	0.40
5/23/17	Ziegler, M. C.	T/c R. Morando re: changes to KEIP metrics (0.2); revise and finalize KERP filings (2.3); work on KEIP filings (2.8).	5.30
5/24/17	Herman, N. E.	Many changes to KEIP and KERP motions/order/declaration (.8); emails to K. Kovacs at hh and R. Duffy at BRG regarding same (.3).	1.10
5/24/17	Cordiano, B. J.	Telephone conference with M. Ziegler regarding KEIP (0.4); review and address email correspondence regarding same (0.2); review Declaration and metrics (0.3).	0.90
5/24/17	Ziegler, M. C.	Further revisions to KEIP motion and declaration (0.5); t/c w/ B. Cordiano re: KEIP filings (0.4); further work on KEIP motion (1.5); correspondence w/ BRG re: KERP and KEIP (0.5).	2.90
5/25/17	Cordiano, B. J.	Review and revise Motion (0.5); telephone conference with R. Morando regarding same (0.3).	0.80
5/26/17	Herman, N. E.	Reviewed emails from D. Desilets of hh regarding termination of health insurance issues.	0.30
5/26/17	Cordiano, B. J.	Review KEIP Metrics and chart (0.3); telephone conference with BRG regarding same; (0.2); review and revise KEIP Motion and Declaration (2.2); review BRG comments and make further revisions (0.8).	3.50
5/31/17	Melendi, C. E.	Draft 8-K for employee terminations.	0.50
Matter Total			53.50

Morgan Lewis

June 7, 2017
Page 13

Invoice No. 3723534
Account No. 107096-0103
Employee Matters

Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	15.30	15,070.50	985.00
Melendi, C. E.	1.90	1,662.50	875.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	1.00	730.00	730.00
<i>ASSOCIATE</i>			
Cordiano, B. J.	5.70	3,847.50	675.00
Ziegler, M. C.	29.60	18,796.00	635.00
Total	53.50	\$40,106.50	

Morgan Lewis

June 7, 2017
Page 14

Invoice No. 3723534
Account No. 107096-0104
General Corporate/Bankruptcy

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/1/17	Herman, N. E.	Prepared for (.6) and participated in board telephone conference (.4).	1.00
5/7/17	Herman, N. E.	Reviewed and revised documents to send to Board as package for board telephone conference	1.00
5/7/17	Melendi, C. E.	Prepare for board meeting.	0.50
5/8/17	Melendi, C. E.	Attend board meeting (.5); call with K. Kovacs to discuss employee sales of equity (.2).	0.70
5/10/17	Herman, N. E.	Participated in all hands telephone conference regarding discussion of all remaining assets and tasks and allocation among professionals on who will handle and timing.	1.00
5/10/17	Melendi, C. E.	Calls with company to discuss 8-K filing (.4); assist with analysis of Section 16 report for cancellation of RSUs (.3).	0.70
5/10/17	Mauceri, R. J.	Telephone conference with M. Foster in advance of all-hands call regarding utilities points (.2); telephone conference among counsel S. Brown, J. Ventola, C. Herschkopf, BRG team and Ice Miller team regarding estate opportunities (1.2); telephone conference with S. Fowler regarding open items following call (.3); e-mail M. Foster, R. Morando regarding open items following call (.4).	2.10
5/11/17	Herman, N. E.	Emails with Board regarding D&O runoff issues.	0.40
5/14/17	Herman, N. E.	Reviewed package of Board materials.	0.50
5/15/17	Melendi, C. E.	Attend board meeting.	0.70
5/25/17	Melendi, C. E.	Call with D. Underwood regarding SEC filings and registration.	0.30
5/29/17	Melendi, C. E.	Review board materials.	0.30
5/30/17	Herman, N. E.	Reviewed Board materials for upcoming Board telephone conference with sent comments.	0.80
5/30/17	Melendi, C. E.	Prepare for and attend board meeting (.5); participate in call with lenders counsel on waterfall (.5).	1.10
5/31/17	Herman, N. E.	Reviewed written consent to change CFO title to CEO (.2); prepared for (.9) and participated in Board telephone conference (.6).	1.70
5/31/17	Melendi, C. E.	Review 8-K for monthly operating reports (.2); draft board consent to appoint K. Kovacs as CEO (.3).	0.50

Matter Total 13.30

Morgan Lewis

June 7, 2017
Page 15

Invoice No. 3723534
Account No. 107096-0104
General Corporate/Bankruptcy

Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	6.40	6,304.00	985.00
Melendi, C. E.	4.80	4,200.00	875.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	2.10	1,533.00	730.00
Total	13.30	\$12,037.00	

Morgan Lewis

June 7, 2017
Page 16

Invoice No. 3723534
Account No. 107096-0105
Fee Application/Morgan Lewis

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/1/17	Renken, D.	Review filing information for N. Herman.	0.40
5/1/17	Mauceri, R. J.	Review notice of draw and invoice (.3); telephone conference with S. Fowler regarding process (.1).	0.40
5/3/17	Mauceri, R. J.	Emails D. Renken regarding invoice and notice of draw (.3); e-mails S. Fowler regarding same (.2).	0.50
5/9/17	Renken, D.	Draft notice of fees.	0.40
5/10/17	Renken, D.	Complete notice for April fees.	3.20
5/15/17	Renken, D.	Check docket for fee notice filing (.2); email R. Mauceri regarding same (.1).	0.30
5/15/17	Mauceri, R. J.	Correspondence with D. Renken, Ice team regarding notice of draw.	0.20
5/31/17	Renken, D.	Draft Notice of Draw for May (.4); start draft of interim fee application (1.3)	1.70
Matter Total			7.10

Morgan Lewis

June 7, 2017
Page 17

Invoice No. 3723534
Account No. 107096-0105
Fee Application/Morgan Lewis

Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>OF COUNSEL</i>			
Mauceri, R. J.	1.10	803.00	730.00
<i>PARALEGAL</i>			
Renken, D.	6.00	2,100.00	350.00
Total	7.10	\$2,903.00	

Morgan Lewis

June 7, 2017
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Invoice No. 3723534
Account No. 107096-0106
Fee Application/Other Professionals

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/16/17	Mauceri, R. J.	Email T Stouffer re Altus.	0.10
5/17/17	Mauceri, R. J.	Email S. Fowler regarding retention applications (.1); email T. Stouffer regarding same (.1),	0.20
5/31/17	Herman, N. E.	Prepared forecast of professional fees.	0.40
Matter Total			0.70

Morgan Lewis

June 7, 2017
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Invoice No. 3723534
Account No. 107096-0106
Fee Application/Other Professionals

Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	0.40	394.00	985.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	0.30	219.00	730.00
Total	0.70	\$613.00	

Morgan Lewis

June 7, 2017
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Invoice No. 3723534
Account No. 107096-0107
Hearings/Litigation

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/16/17	Mauceri, R. J.	Telephone conference, correspondence with S. Fowler regarding hearing (.2); email S. Fowler regarding status of Newark and Deptford leases (.3); telephonic attendance at same (1.2); correspondence with J. Hokanson, M. Mallon and real estate team regarding Court determinations on Ft. Lauderdale assignment (.3); email, telephone conference with J. Hokanson regarding DIP-related correspondence (.3).	2.30
Matter Total			2.30

Morgan Lewis

June 7, 2017
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Invoice No. 3723534
Account No. 107096-0107
Hearings/Litigation

Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>OF COUNSEL</i>			
Mauceri, R. J.	2.30	1,679.00	730.00
Total	2.30	\$1,679.00	

Morgan Lewis

June 7, 2017
Page 22

Invoice No. 3723534
Account No. 107096-0110
Real Estate (Contracts & Leases)

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/1/17	Herman, N. E.	Emails with Towson landlord regarding settlement to remove property and reduce wire to be paid to debtor (.6); revised objection to landlord motion for adequate protection (.6); reviewed lease bids received and notices sent to landlords and Committee and Dip lenders (.5).	1.70
5/1/17	Mauceri, R. J.	Email K. Lindsay regarding form of motion/order approving assumption/rejection/termination (.4); telephone conference with N. herman regarding round two bid procedures (.2); correspondence with Hilco team, N. Herman, Committee counsel regarding same (.4); correspondence with N. Herman, C. Bankovich, K. Jarashow regarding Towson (.7)	1.70
5/1/17	Lindsay, K.	Finalize objection to motion for adequate protection (2.1); Brief research regarding related points (2.0); email correspondence with landlords and counterparties (1.2).	5.30
5/2/17	Herman, N. E.	Emails with Throgmartin landlord regarding adequate protection motion issues (.6); emails with Towson landlord regarding settlement of dispute and wire to debtor (.7); reviewed and revised notice of procedures and deadline to be used for auction of remaining 132 leases and sent comments (1.3).	2.60
5/2/17	Mauceri, R. J.	Voicemail, telephone conference with K. Jarashow regarding Towson lease (.3); correspondence with K. Jarashow (.2), C. Bankovich, M. Mallon, N. Herman (.5), Hilco team (.2) regarding removal of property at Towson location; telephone conference with Hilco team regarding assignment leases (.7); review draft motion regarding assumed/rejected/terminated leases (.4); email K. Lindsay regarding same (.1); telephone conference with C. Herschkopf regarding round two lease procedures (.2); telephone conferences S. Fowler regarding same (.4); correspondence C Herschkopf (.1), S. Fowler (.3), N. Herman (.2); Hilco team (.2) regarding round two procedures; e-mail N. Herman (.2), secured lenders (.1) regarding abandoned property.	4.10
5/2/17	Lindsay, K.	Draft motion to reject leases (2.3); Email and telephone correspondence with landlords and counterparties regarding stub rent treatment and contract/lease procedures (0.9).	3.20
5/3/17	Herman, N. E.	Emails with Throgmartin counsel regarding adequate protection motion issues and possible settlement (.8); emails with landlords regarding effective date of rejection when key return date is disputed and sent responses (.6); many emails with more landlords regarding opt in to stub rent settlement (1.0).	2.40
5/3/17	Mauceri, R. J.	Emails N. Herman, M. Mallon regarding May rent (.2); Emails C. Bankovich, E. Herman, K. Jarashow, S. Brown, J. Ventola regarding Towson lease payment (.8); review and comment on assumption/rejection motion (.4); email M. Tabloff regarding Ft. Lauderdale lease (.1); telephone conference with S. Silver regarding same (.4); telephone conference with M. Foster, J. Hokanson re lease issues (.3); email M. Tabloff regarding Ft. Lauderdale landlord (.2).	2.40
5/3/17	Lindsay, K.	Draft motion to reject leases (2.2); Email correspondence regarding the same (1.2).	3.40

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/4/17	Herman, N. E.	Many emails and telephone conference calls with Towson landlord, committee, DIP lenders and hh regarding settlement of landlord dispute and reduction of amount to be wired (1.0); emails with landlords opt in to stub rent deal (.4).	1.40
5/4/17	Mauceri, R. J.	Telephone conferences with S. Fowler regarding lease issues (.5); email hh legal team regarding lease motion (.3); review Ft. Lauderdale lease provisions (.3); email K. Keyser re Ft. Lauderdale lease (.2); e-mails M. Foster regarding motion (.3); correspondence regarding Towson lease with N. Herman (.1); C. Bankovich and M. Mallon (.3); K. Jarashow (.3); R. Morando (.2); S. Brown and J. Ventola (.2); C. Hershkopf (.2); telephone conference with K. Jarashow (.2); telephone conference M. Foster, M. Mallon, S. Fowler regarding leases, early termination (.4); e-mail correspondence N. Herman regarding revocability (.4); email S. Brown regarding 10-day notices (.2); correspondence M. Russell regarding closing stores (.2); email correspondence with Hilco team regarding closing stores and early rejection (.2); e-mail Bankovich and Mallon regarding early termination (.2); e-mail M. Tabloff regarding Ft. Lauderdale lease (.2).	4.60
5/4/17	Lindsay, K.	Review and update schedule of landlords opting into stub rent settlement (1.1); email and telephone correspondence with landlords and contract counterparties (1.2).	2.30
5/5/17	Herman, N. E.	Many emails with G. Apter and E. Beck of Hilco regarding strategies for lease sales of the 132 stores and bids received so far and then sent summary to Committee, client and DIP lenders (2.0); reviewed emails from liquidators regarding dates of vacating stores (.4); discussed same with S. Brown of DLA for DIP lenders (.2).	2.60
5/5/17	Mauceri, R. J.	Telephone conference with B. Lehane regarding NJ lease (.3); review and revise assumption/rejection motion (.2); telephone conference, correspondence with S. Fowler regarding same (.2); correspondence, telephone conferences with S. Brown regarding early termination of NC/SC leases (.8); correspondence with M. Tabloff, M. Foster regarding same (.3).	1.80
5/5/17	Lindsay, K.	Email correspondence with landlords and creditors.	0.60
5/6/17	Mauceri, R. J.	Correspondence with Hokanson, Kovacs regarding Towson lease.	0.20
5/8/17	Herman, N. E.	Many emails and telephone conference calls with multiple landlords regarding negotiations over stub rent proposal (1.0); emails with Kevin Kovacs (hh) regarding receipt of Towson wire (.3).	1.30
5/8/17	Mauceri, R. J.	E-mail Hilco team regarding second round bids (.1); email M. Mallon regarding Woodbury cure numbers (.1); correspondence with S. Fowler regarding form of order for Woodbury lease (.3); telephone conference with S. Fowler regarding lease assumption issues (.2); e-mail K. Keyser regarding Ft. Lauderdale lease (.1); telephone conference with M. Mallon, Hilco team, S. Fowler regarding lease issues, process (.4); e-mail C. Liu regarding Woodbury issues (.1); e-mail K. Kovacs, K. Jarashow regarding Towson lease (.1); attention to correspondence regarding Rockville lease (.1)	1.60

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/9/17	Herman, N. E.	Reviewed objections filed by landlords to the proposed lease assignments and sent comments to client (1.5); emails with assignees regarding responses needed to landlord objections (1.0).	2.50
5/9/17	Mauceri, R. J.	Correspondence with C. Liu, M. Foster regarding May rent (.2); correspondence with S. Fowler, Hilco team regarding lease assignments and related issues (.8); attention to correspondence regarding Delaware lease (.1); telephone conference, correspondence with B. Lehane regarding Woodbury lease, form of order (.3).	1.40
5/10/17	Herman, N. E.	Emails with landlords regarding stub rent proposal (1.0).	1.00
5/10/17	Mauceri, R. J.	Correspondence with C. Miller, N. Herman, M. Foster regarding Waldorf store (.4); email J. Kuhns regarding stub rent settlement timing (.2); correspondence with M. Foster, C. Liu regarding May rent (.2)	0.80
5/10/17	Mauceri, R. J.	Email memo N. Herman regarding conference regarding estate opportunities.	0.70
5/10/17	Lindsay, K.	Email and telephone correspondence regarding landlord participation in opt-in settlement.	1.30
5/11/17	Herman, N. E.	Emails with Ft. Lauderdale landlord regarding objections to lease assignment (.6); reviewed several bids for leases and sent comments (.9).	1.50
5/11/17	Mauceri, R. J.	Correspondence with S. Fowler regarding assignments (.2); telephone conference with K. Lindsay regarding forms of motions (.4); draft form of assignment motion (.3) email N. Herman regarding assumption status (.3); email M. Foster regarding Woodbury (.1); email C. Liu regarding Woodbury objection deadline (.1); review and comment on form of Raymour's order and correspondence with K. Lindsay re same (.4); email M. Tabloff, E. Beck regarding Prologis inquiry (.1); email N. Herman, A. Davis regarding same (.2); telephone conference S. Solomon regarding Ft. Lauderdale lease (.3); email M. Tabloff, E. Beck regarding same (.2); correspondence with J. Nesse regarding stub rent opt in (.1).	2.40
5/11/17	Lindsay, K.	Draft motion to assign Raymour and Flanagan leases (2.1); Email and telephone correspondence regarding the same (0.5).	2.60
5/12/17	Herman, N. E.	Emails with Hilco and R. Mauceri regarding Aldi lease assignment objections and responses (.8); drafted supplemental notice to landlords regarding stub rent proposal (.8).	1.60
5/12/17	Mauceri, R. J.	Correspondence with K. Lindsay re assignment motions (.2), stub rent opt in (.1); review correspondence regarding proposed terminations (.1); email M. Power regarding form of order (.1); attention to correspondence regarding stub rent (.2); correspondence with S. Fowler, J. Hokanson, N. Herman, Hilco team regarding Fort Lauderdale lease issues (1.2); email Hilco re Regency (.1).	2.00
5/12/17	Lindsay, K.	Circulate updated tally of landlords opting in to stub rent treatment (0.6); Begin drafting motion to assume regency leases. Email correspondence regarding the same (0.8); Revise and circulate motion to assign Raymour and Flanagan leases.	1.80

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/13/17	Mauceri, R. J.	Correspondence with A. Smith, S. Solomon regarding Ft. Lauderdale lease.	0.20
5/14/17	Herman, N. E.	Emails with Hilco and BRG regarding updates on IP marketing and lease bids (.6).	0.60
5/14/17	Mauceri, R. J.	Telephone conference with A. Smith regarding Ft. Lauderdale.	0.20
5/15/17	Herman, N. E.	Reviewed 13 lease bids and participated in telephone conference with Hilco regarding review of same (1.5); prepared for Court hearing on 5/16 and discussed with S. Fowler (Ice) and R. Mauceri of MLB (.9); discussed Aldi bid objections and reviewed landlord with C. Hershcopf (Committee and S. Fowler/J. Hokanson (Ice) and client and R. Mauceri of MLB (1.5); reviewed RTV bid emails (.2); emails with R. Mauceri and S. Fowler regarding all outstanding lease bids, rejections, assignments and court dates (.3).	4.40
5/15/17	Mauceri, R. J.	Emails M. Mallon, M. Foster, Hilco team regarding Woodbury cure amounts (.3); numerous emails, telephone conferences with S. Fowler regarding lease assignment issues (1.9); telephone conference with N. Herman, S. Fowler, J. Hokanson regarding hearing, lease assignment issues (.7); telephone conferences with B. LeHane (.2); M. Power (.2) regarding Woodbury lease; e-mail correspondence with B. LeHane, M. Power regarding Woodbury lease (.6); e-mail M. Mallon, M. Foster, Hilco team regarding Raymour lease developments (.7); e-mail S. Fowler regarding second round bid matrix (.3); e-mail A. Smith and S. Solomon regarding Ft. Lauderdale lease (.2); telephone conference with S. Fowler and S. Solomon regarding Ft. Lauderdale lease (.4); follow up conference, correspondence with S. Fowler regarding same (.2); email S. Brown regarding status of lease assignments (.2).	5.90
5/15/17	Lindsay, K.	Review new responses to opt-in proposal (0.5); email and telephone correspondence regarding the same (0.6).	1.10
5/16/17	Herman, N. E.	Many emails with client and dozens of landlords regarding vacate dates and opt in proposal (1.3); participated in court hearing via phone and followed up in emails with landlords and assignees (1.8); emails with Committee, DIP lender, Hilco, landlord and Aldi regarding objections to Aldi's bid (.8).	3.90
5/17/17	Herman, N. E.	Many telephone conference calls with emails with Committee, HH and Hilco regarding Aldi lease assignment objections, revised bid, landlord counter bid and strategies (1.7); revised sale order for several leases and sent comments (.9).	2.60
5/17/17	Mauceri, R. J.	Attention to correspondence with respect to Newark lease (.2); correspondence with S. Fowler regarding form of order for Deptford lease (.2); attention to correspondence regarding lease terminations (.2).	0.60
5/18/17	Herman, N. E.	Drafted termination letter for Aldi bid and reviewed and revised per comments from Committee and BRG and Hilco and Ice (1.0); reviewed Aldi landlord discovery and sent to client (.7); many emails with landlords and M. Mallon of hh regarding key return issues and opt in proposal (.8).	2.50

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/18/17	Mauceri, R. J.	Correspondence with S. Fowler regarding status of lease assignments (.3); correspondence with S. Fowler regarding forms of order (.2); attention to correspondence regarding stubrent opt-ins (.1) and termination of Aldi assignment (.3).	0.90
5/19/17	Herman, N. E.	Reviewed and commented upon charts and schedules to respond to stub rent calculations for opt in landlords (1.0); many emails with C. Hershcopf and Hilco and Aldi landlord and Aldi counsel regarding resolutions of many lease objections (1.0).	2.00
5/19/17	Mauceri, R. J.	Telephone conference, correspondence with S. Fowler regarding lease assignments (.4); detailed e-mail memorandum to M. Mallon, team regarding status of same (.7); email with C. Miller, K. Lindsay regarding Waldorf opt-in (.2); attention to correspondence regarding Ft. Lauderdale lease/Aldi termination (.3).	1.60
5/19/17	Lindsay, K.	Review lease assignment agreement and proposed motion/order (0.9); review latest responses to landlord opt-in proposal (0.8); miscellaneous email correspondence regarding the same (0.2).	2.20
5/20/17	Mauceri, R. J.	E-mail M. Mallon and BRG team regarding Newark, DE cure amounts.	0.10
5/21/17	Mauceri, R. J.	Correspondence with M. Foster regarding cure amounts.	0.10
5/22/17	Herman, N. E.	Reviewed and revised Stub rent chart of calculations and sent comments (1.2); many emails with landlords regarding stub rent offer (.5); emails with C. Hershcopf (Committee), E. Beck of Hilco and S. Brown for DIP lenders regarding lease assignment objections and settlements (1.4).	3.10
5/22/17	Mauceri, R. J.	Correspondence with M. Mallon regarding cure amounts (.1); attention to correspondence regarding stub rent (.1); telephone conference with Indianapolis landlord regarding case status (.2).	0.40
5/22/17	Lindsay, K.	Email and telephone correspondence regarding opt in settlement (0.8); review list of landlords opting in (0.8).	1.60
5/23/17	Herman, N. E.	Many emails with S. Fowler and J. Hokanson and C. Hershcopf (Cooley) regarding all outstanding objections to all proposed lease assignments and strategies to resolve or reply (1.0).	1.00
5/23/17	Mauceri, R. J.	Correspondence with N. Herman regarding Indianapolis landlord, stub rent settlement (.2); attention to correspondence with M. Mallon, N. Herman, C. Liu, M. Foster regarding Delaware cure amounts, Woodbury reserve (.7); telephone conference with Kelley Drye regarding reserve (.2); attention to correspondence regarding stub rent settlement (.2).	1.30
5/23/17	Lindsay, K.	Email correspondence regarding stub rent calculations.	0.80
5/24/17	Herman, N. E.	Many emails with dozens of landlords regarding whether to opt in to stub rent proposal and then revised both draft cover memo and chart of calculations of stub rent to be sent to all landlords (1.8); prepared arguments to respond to landlord objections to proposed lease assignment for tomorrow's court hearing (1.4).	3.20
5/24/17	Mauceri, R. J.	E-mail E. Beck, M. Tabloff regarding Indianapolis store (.3); attention to correspondence regarding real estate rejection, delivery issues (.3); attention to correspondence regarding assignments (.6).	1.20

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/24/17	Lindsay, K.	Finalize list of landlords opting in to settlement (0.5); review BRG schedule of stub rent calculations (0.9); circulate stub rent calculations to all landlords opting in (0.3); telephone and email correspondence regarding status of specific leases (0.4).	1.70
5/25/17	Herman, N. E.	Reviewed Geneva objections to rejection and discussed mechanics lien issues with J. Hokanson (Ice) and K. Lindsay (MLB) and our response (1.0); many emails with landlords and M. Foster of BRG regarding how to calculate stub rent for the initial filing date of the Chapter 11 case (.8); many emails with landlords and Committee regarding how to treat breaches of lease assignments and whether to return the various deposits (1.4).	3.20
5/25/17	Mauceri, R. J.	Email E. Beck, landlord regarding Charlotte store (.3); attention to correspondence regarding rejection issues (.3); email N. Herman regarding stub rent notice (.1); correspondence with N. Herman, K. Lindsay regarding rejection (.3).	1.00
5/25/17	Lindsay, K.	Review opt in correspondence and stub rent calculations (0.5); email and telephone correspondence with landlords regarding the same (1.2).	1.70
5/26/17	Herman, N. E.	Many emails with J. Hokanson (Ice) and C. Hershcopf (Cooley) regarding Regency lease assignment issues and decision to now reject (.8); emails with Throgmartin counsel regarding Kokomo lease issues and upcoming court hearing (.6).	1.40
5/26/17	Mauceri, R. J.	Telephone conferences, correspondence with M. Power (.2), A. Ladd (.1), C. Liu (.2), N. Herman (.1), E. Beck (.1), S. Fowler (.3) and J. Hokanson (.1) regarding status of real estate transactions; telephone conference with N. Herman (.1), correspondence with K. Lindsay (.1), S. Fowler and J. Hokanson regarding objection (.2), review Raymour assignment agreement (.2).	1.70
5/26/17	Lindsay, K.	Email correspondence with landlords regarding stub rent settlement (1.1); review landlord objection (0.7); email and correspondence regarding the same (0.5).	2.30
5/29/17	Mauceri, R. J.	Draft notice regarding stub rent settlement (1.4); correspondence with N. Herman (.1), counsel to Committee and lenders regarding same (.2).	1.90
5/30/17	Herman, N. E.	Reviewed and revised bar order to opt in to stub rent deal and sent comments (.8); prepared for and participated in telephone conference with debtor, Ice, UCC and BRG regarding lease and DIP loan issues (1.0); emails with Kokomo landlord and Michelle Mallon of hh regarding dispute about proposed assignment of lease (.8); reviewed Throgmartin objections and assignee's proposed adequate assurance package (.9); reviewed landlord objections to mechanics liens and lease rejections (.3); sent MLB and Ice team a memo on strategy and arguments (1.2); many emails with various stub rent landlords regarding opt in and disputed calculations (1.0).	6.00
5/30/17	Mauceri, R. J.	Attention to correspondence regarding notice of stub rent settlement (.4); attention to correspondence regarding execution of Assumption and Assignemnt agreement and enforcing (.7).	1.10

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/31/17	Herman, N. E.	Negotiations with many landlords regarding effective date of rejection issues (1.0); negotiated settlement of Kokomo objections to proposed assignment to Church (.5).	1.50
5/31/17	Mauceri, R. J.	Attention to correspondence with Company, landlord, Raymour regarding lease assignments (.5); attention to correspondence regarding other lease assignments (.2).	0.70
5/31/17	Lindsay, K.	Telephone call with landlord counsel regarding motion to reject and/or terminate leases (0.2); email correspondence with co-counsel regarding the same; (0.2); brief review of motion (0.2).	0.60
Matter Total			129.10

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Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	54.00	53,190.00	985.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	42.60	31,098.00	730.00
<i>ASSOCIATE</i>			
Lindsay, K.	32.50	23,237.50	715.00
Total	129.10	\$107,525.50	

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Retention Application (Morgan Lewis)

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/4/17	Lindsay, K.	Attention to supplemental disclosures (1.1); email and telephone correspondence regarding the same (1.1).	2.20
5/5/17	Lindsay, K.	Email correspondence regarding supplemental disclosure.	0.80
5/9/17	Lindsay, K.	Prepare draft email correspondence required in connection with compiling information required for supplemental disclosure (0.8); review open issues regarding the same (0.4).	1.20
5/10/17	Lindsay, K.	Email and telephone correspondence regarding information needed to complete supplemental disclosure.	1.30
5/12/17	Herman, N. E.	Revised MLB supplemental disclosure form and sent comments.	0.80
5/12/17	Lindsay, K.	Draft supplemental disclosure and declaration.	2.10
5/15/17	Herman, N. E.	Revised supplemental Morgan Lewis retention.	0.70
5/15/17	Lindsay, K.	Finalize supplemental disclosure (0.6); email and telephone correspondence regarding the same (0.6).	1.20
5/25/17	Lindsay, K.	Review supplemental information provided by debtors regarding various parties in interest.	1.30
Matter Total			11.60

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Retention Application (Morgan Lewis)

Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	1.50	1,477.50	985.00
<i>ASSOCIATE</i>			
Lindsay, K.	10.10	7,221.50	715.00
Total	11.60	\$8,699.00	

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Invoice No. 3723534
Account No. 107096-0112
Sale of Assets

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/1/17	Herman, N. E.	Dozens of emails and telephone conference calls with objectors, Committee and DIP lenders to settle all remaining DIP loan order objections and reviewed many changes to DIP order (1.5); assisted preparing witness and oral argument for DIP loan hearing (.8); then participated in such hearing (1.2); sent memo to board summarizing results of hearing (.5); reviewed, discussed and revised many changes to proposed budget and changes suggested by committee, BRG and DIP lenders (1.0).	5.00
5/2/17	Herman, N. E.	Reviewed final DIP order and budget as filed and sent to client and board (.5); emails with all bidders regarding process and timing and adequate assurance packages needed (1.0).	1.50
5/3/17	Herman, N. E.	Reviewed DIP loan variance report.	0.40
5/11/17	Herman, N. E.	Participated in telephone conference call with BRG, debtor, committee and DIP lenders and Ice regarding KEIP/KERP/GOBs/wind down.	2.20
5/23/17	Herman, N. E.	Many emails with Raymour's counsel regarding setting up a \$25k hold back from purchase price as a reserve.	0.30
5/26/17	Herman, N. E.	Reviewed report on RTV bids received (.2); emails with C. Hershcopf (Cooley) regarding GA demand for sweep of excess cash and reviewed cash (.8); collateral order for same (.4).	1.40
5/30/17	Herman, N. E.	Participated in large group telephone conference with DIP lenders, Committee, Ice, debtors and BRG regarding variance report and whether GA can sweep and current cash surplus.	1.00
5/31/17	Herman, N. E.	Reviewed variance report to discuss otential defaults with BRG, hh and DIP lenders.	1.00
Matter Total			12.80

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Sale of Assets

Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Herman, N. E.	12.80	12,608.00	985.00
Total	12.80	\$12,608.00	

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Invoice No. 3723534
Account No. 107096-0115
Vendors

Detail for Fee Services Rendered

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/2/17	Herman, N. E.	Reviewed Electrolux lien lapse analysis (.6); discussed same with litigation teams from MLB, Cooley and DLA (.9).	1.50
5/2/17	Gallo, A. J.	Attention to issues regarding Electrolux litigation.	0.20
5/2/17	Bruhn, N. P.	Review and assess allegations in Whirlpool adversary proceeding.	0.50
5/3/17	Herman, N. E.	Reviewed mechanics lien filing (.2); discussed with C. Bankovich at hhgregg (.2).	0.40
5/3/17	Gallo, A. J.	Call with counsel for Committee, Lenders and BRG to discuss Electrolux inventory analysis and strategy.	0.70
5/3/17	Mauceri, R. J.	E-mail C. Bankovich regarding alarms (.1); emails with hh team regarding timing of utility transfers (.4); telephone conferences with utilities providers regarding deposit requests (.3); detailed e-mail update to C. Bankovich and M. Mallon regarding utilities (.9).	1.70
5/4/17	Gallo, A. J.	Participate in call with Choate and Ice Miller to discuss issues regarding Whirlpool and Electrolux adversary proceedings.	0.70
5/4/17	Bruhn, N. P.	Attention to allegations in Whirlpool adversary proceeding concerning reclamation.	0.50
5/5/17	Herman, N. E.	Reviewed Electrolux objection to rejection motion (.7); discussed response with E. Smith and A. Gallo of MLB (.3).	1.00
5/5/17	Gallo, A. J.	Review Electrolux opposition to rejection notice.	0.30
5/7/17	Mauceri, R. J.	Detailed e-mail memorandum to B. Foster and R. Morando regarding utilities issues, deposits.	0.70
5/8/17	Mauceri, R. J.	Correspondence with T. Stouffer regarding Ecova reconciliation process.	0.10
5/9/17	Herman, N. E.	Reviewed Whirlpool and Electrolux lawsuit analysis (.8); and sent comments re same (.2).	1.00
5/9/17	Mauceri, R. J.	Telephone conference with T. Stouffer, M. Foster and team regarding utilities deposits.	0.50
5/11/17	Herman, N. E.	Reviewed updates on Whirlpool and Electrolux.	0.90
5/11/17	Gallo, A. J.	Attention to issues regarding Whirlpool answer and counterclaim.	0.30
5/11/17	Bruhn, N. P.	Conduct research and draft answer and counterclaim in Whirlpool adversary proceeding.	3.60
5/11/17	Mauceri, R. J.	Telephone conference with M. Foster regarding deposits (.1); review form of utilities deposits summary (.2); correspondence with T. Stouffer regarding same (.2).	0.50
5/12/17	Herman, N. E.	Reviewed preference analysis of various vendors.	0.60
5/12/17	Gallo, A. J.	Participate in call with lenders to discuss Electrolux and Whirlpool adversary proceedings.	0.80
5/12/17	Bruhn, N. P.	Conduct research to draft answer and counterclaim in Whirlpool adversary proceeding (1.4); participate in call with counsel concerning ongoing adversary proceedings (.8).	2.20
5/12/17	Mauceri, R. J.	Telephone conference, correspondence with T. Salgado regarding FPL request.	0.20
5/14/17	Bruhn, N. P.	Conduct research to draft answer and counterclaim in Whirlpool adversary proceeding.	1.20

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Invoice No. 3723534
Account No. 107096-0115
Vendors

<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/15/17	Herman, N. E.	Many emails with client and BRG regarding President Club payments and strategy to address claims.	0.80
5/15/17	Gallo, A. J.	Edit and revise Whirlpool answer and counterclaim.	1.20
5/15/17	Bruhn, N. P.	Draft answer and counterclaim in Whirlpool adversary proceeding.	2.40
5/16/17	Herman, N. E.	Reviewed draft Whirlpool answer and counter claims and related emails.	1.00
5/16/17	Bruhn, N. P.	Conduct factual research and information gathering for answer and counterclaim in Whirlpool adversary proceeding (1.3); revise and update answer and counterclaim in Whirlpool adversary proceeding (1.7).	3.00
5/16/17	Mauceri, R. J.	Telephone conference with utilities provider regarding deposit (.2); correspondence with client regarding Ohio deposit (.1); correspondence with Indiana utilities provider regarding lien (.2).	0.50
5/17/17	Herman, N. E.	Participated in telephone conference with DIP lenders, hh, committee, A Gallo of MLB and others regarding potential strategies for Electrolux lawsuit and answer to complaint (1.3); revised draft letter to participants in president's club regarding treatment of claim (1.5); emails with C. Herschopf (Committee) and R. Riesbeck (hh) regarding potential preference and other avoidance actions background (.6).	3.40
5/17/17	Gallo, A. J.	Calls with Lenders and Company do discuss Electrolux analysis (.8); Attention to Whirlpool answer and counterclaim (.6).	1.40
5/17/17	Bruhn, N. P.	Participate in call concerning Electrolux adversary proceeding (.9); conduct research related to answering complaint in Whirlpool adversary proceeding (1.4); conduct factual research and information gathering for answer and counterclaim in Whirlpool adversary proceeding (.8); revise and update answer and counterclaim in Whirlpool adversary proceeding.	3.70
5/18/17	Herman, N. E.	Reviewed DIP lender motion to dismiss Whirlpool lawsuit (.4); revised BRG chart of all remaining work streams (.2).	0.60
5/18/17	Gallo, A. J.	Finalize Whirlpool answer and counterclaim.	1.20
5/18/17	Bruhn, N. P.	Finalize and file answer, counterclaim and related exhibits in Whirlpool adversary proceeding.	2.40
5/18/17	Mauceri, R. J.	E-mail team regarding utilities deposit; shutoff procedures (.3); telephone conference with M. Giugliano regarding rejection claims deadline (.1).	0.40
5/19/17	Mauceri, R. J.	Telephone conference, correspondence J. Tate regarding utilities deposit (.2); review form of order regarding executory contract rejection (.2); email S. Fowler, J. Hokanson regarding request for extension of claim deadline (.2); e-mail M. Giugliano regarding same (.1).	0.70
5/22/17	Mauceri, R. J.	Correspondence with T. Stouffer regarding MCEC deposit (.2); correspondence with T. Stouffer, R. Johnson regarding Ohio Edison (.2); correspondence with FPL regarding pre-petition deposits (.1).	0.50
5/23/17	Gallo, A. J.	Attention to next steps and scheduling with respect to Electrolux and Whirlpool adversary proceedings.	0.70

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<i>Date</i>	<i>Name</i>	<i>Description</i>	<i>Hours</i>
5/23/17	Bruhn, N. P.	Meet with A. Gallo concerning summary judgment pleadings (.7); research and draft summary judgment papers in adversary proceeding (1.6).	2.30
5/23/17	Mauceri, R. J.	Correspondence with T. Stouffer regarding utilities deposit.	0.10
5/24/17	Gallo, A. J.	Conference with local counsel regarding scheduling and timing issues on adversary proceedings.	0.20
5/24/17	Bruhn, N. P.	Research and draft summary judgment papers in adversary proceeding.	0.50
5/25/17	Bruhn, N. P.	Research and draft summary judgment papers in adversary proceeding.	4.70
Matter Total			51.80

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Summary for Fee Services Rendered

	<i>Hours</i>	<i>Amount</i>	<i>Rate</i>
<i>PARTNER</i>			
Gallo, A. J.	7.70	6,930.00	900.00
Herman, N. E.	11.20	11,032.00	985.00
<i>OF COUNSEL</i>			
Mauceri, R. J.	5.90	4,307.00	730.00
<i>ASSOCIATE</i>			
Bruhn, N. P.	27.00	17,415.00	645.00
Total	51.80	\$39,684.00	

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Summary of Fee Services Rendered (All Matters)

	<i>Hours</i>
<i>PARTNER</i>	
Gallo, A. J.	7.70
Herman, N. E.	104.80
Melendi, C. E.	8.00
<i>OF COUNSEL</i>	
Mauceri, R. J.	56.20
<i>ASSOCIATE</i>	
Bruhn, N. P.	27.00
Cordiano, B. J.	5.70
Lindsay, K.	43.80
Ziegler, M. C.	29.90
<i>PARALEGAL</i>	
Renken, D.	6.00
Total	289.10

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**Summary of Disbursements and Other Related Charges
Incurred on Your Behalf (All Matters)**

<i>Description</i>	<i>Amount</i>
Local Travel	126.41
Out Of Town Travel	(546.40)
Computer Legal Research	83.16
Total	(\$336.83)